



Mutual Fund Dealers Association of Canada
Association canadienne des courtiers de fonds mutuels

CORPORATE RESOLUTION

RE: Proposed amendments to MFDA Rule 1.2 (Individual Qualifications)

The undersigned, Assistant Corporate Secretary of the Mutual Fund Dealers Association of Canada (the "Corporation") hereby certifies that attached is a true and correct copy of a resolution adopted by the MFDA Board of Directors of the Corporation in accordance with the By-laws of the Corporation at a meeting held on June 4, 2015 which is in full force and effect on the date hereof.

Bernadette Devine
Assistant Corporate Secretary
June 4, 2015

**RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF
THE MUTUAL FUND DEALERS ASSOCIATION OF CANADA**

AT A MEETING HELD ON June 4, 2015

ON A MOTION MADE, DULY SECONDED AND CARRIED IT WAS RESOLVED that the proposed amendments to MFDA Rule 1.2 (Individual Qualifications) in the form tabled in Exhibit "O" to the Agenda for the meeting are hereby approved subject to any non-material changes that may be required or desirable by a Recognizing Regulator or as a result of the public comment process.